

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

OWENS CORNING, et al.,

Debtors.

The Official Representatives of the
Bondholders and Trade Creditors of Debtors
Owens Corning, et al.,

Plaintiffs,

v.

Credit Suisse First Boston, individually and in
its capacity as Agent, et al.

Bank Defendants,

IPM, Inc., et al.,

Affiliate Non-Debtor Defendants.

Chapter 11
Case No. 00-03837 (JKF)
(Jointly Administered)

Adv. Pro. No. 06-50122 (JKF)

**MOTION OF THE OFFICIAL REPRESENTATIVES OF THE BONDHOLDERS AND
TRADE CREDITORS TO WITHDRAW THE REFERENCE OF SUBORDINATION
ADVERSARY ACTION (NO. 06-50122 (JKF)) FROM THE BANKRUPTCY COURT**

The Official Representatives of the bondholders and trade creditors (the "Movants") of debtors Owens Corning Corporation and certain of its subsidiaries, by and through their attorneys, hereby move this Court (the "Motion"), pursuant to 28 U.S.C. § 157(d) and Fed. R. Bankr. Pro. 5011, for an Order withdrawing the reference of Adv. Pro. No. 06-50122 captioned "The Official Representatives of the Bondholders and Trade Creditors of Debtors Owens Corning, et al., Plaintiffs, v. Credit Suisse First Boston, individually and in its capacity as Agent, et al., Bank Defendants, and IPM, Inc., et al., Affiliate Non-Debtor Defendants" (the "Subordination Adversary Proceeding"),

commenced by the Official Representatives in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") on January 6, 2006.

Movants submit the Memorandum of Law, filed contemporaneously herewith, in further support of the Motion.

Wherefore, for the reasons set forth in the accompanying Memorandum of Law, Movants respectfully request that this Court enter an Order substantially in the form attached: (i) denying the Debtors' Motion to Refer the Bank Adversary Proceeding to the Bankruptcy Court; (ii) granting the Official Representatives' Motion to withdraw the reference of the Subordination Adversary Proceeding from the Bankruptcy Court; and (iii) granting such other and further relief as this Court deems just and proper.

MONZACK & MONACO, P.A.

Dated: February 13, 2006

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Debtors Owens Corning, et al.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

OWENS CORNING, *et al.*,

Debtors.

Chapter 11
Case No. 00-03837 (JKF)
(Jointly Administered)

Owens Corning, *et al.*,

Plaintiffs,

v.

Adv. Pro. No. 02-05829 (JPF)

Credit Suisse First Boston, individually and in
its capacity as agent, *et al.*,

Defendants.

The Official Representatives of the
Bondholders and Trade Creditors of Debtors
Owens Corning, *et al.*,

Adv. Pro. No. 06-50122 (JKF)

Plaintiffs,

v.

Credit Suisse First Boston, individually and in
its capacity as Agent, *et al.*

Bank Defendants,

IPM, Inc., *et al.*,

Affiliate Non-Debtor Defendants.

[PROPOSED] ORDER

The Court, having considered the motion of Owens Corning, *et al.* for an order, pursuant to 11 U.S.C. § 105(a), referring Adversary Proceeding No. 02-05829 (JPF) (the “Bank Adversary Action”) to the Bankruptcy Court (the “Motion to Refer”), and also having considered the motion of the Official Representatives of the Bondholders

and Trade Creditors of Debtors Owens Corning, *et al.* for an order, pursuant to 28 U.S.C. § 157(d) and Fed. R. Bankr. P. 5011, withdrawing the reference of Adversary Proceeding No. 06-50122 (the “Subordination Adversary Action”) from the Bankruptcy Court (the “Motion to Withdraw the Reference”), and all parties having had the opportunity to be heard with respect to the Motion to Refer and the Motion to Withdraw the Reference, and the Court having found and determined that good cause exists to retain the Bank Adversary Action and to withdraw the reference to the Subordination Adversary Action, it is hereby **ORDERED** that:

1. The Motion to Refer is **DENIED**;
2. The Motion to Withdraw the Reference is **GRANTED**; and
3. Pursuant to 28 U.S.C. § 157(d), the reference to the Bankruptcy Court, the Honorable Judith K. Fitzgerald presiding, is hereby withdrawn with respect to all proceedings involving the Subordination Adversary Action.

ORDERED, this _____ day of _____ 2006.

THE HON. JOHN P. FULLAM
Senior U.S. District Judge
United States District Court
District of Delaware